

AMERICAN EXPRESS CO
Form 3
July 12, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Â Gupta Ashwini
(Last) (First) (Middle)
2. Date of Event Requiring Statement
(Month/Day/Year)
07/02/2007
3. Issuer Name and Ticker or Trading Symbol
AMERICAN EXPRESS CO [AXP]
4. Relationship of Reporting Person(s) to Issuer
5. If Amendment, Date Original Filed(Month/Day/Year)

3 WORLD FINANCIAL CENTER,Â 200 VESEY ST., AMERICAN EXPRESS TOWER
(Street)

(Check all applicable)

___ Director ___ 10% Owner
X Officer ___ Other
(give title below) (specify below)
Pres-Risk/Info Mgmt/Banking Gp

NEW YORK,Â NYÂ 10285
(City) (State) (Zip)

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	122,225	D	Â
Common Stock	16,736 ⁽¹⁾	I	by 401(k) Trust
Common Stock	760	I	custodian for children

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Phantom Stock Units	Â ⁽²⁾	Â ⁽²⁾	Common Stock	508	\$ ⁽³⁾	D	Â
Employee Stock Option (Right to Buy)	02/28/2002 ⁽⁴⁾	02/27/2010	Common Stock	68,544	\$ 38.224	D	Â
Employee Stock Option (Right to Buy)	02/26/2003 ⁽⁴⁾	02/25/2011	Common Stock	79,968	\$ 38.922	D	Â
Employee Stock Option (Right to Buy)	01/28/2003 ⁽⁴⁾	01/27/2012	Common Stock	79,968	\$ 31.941	D	Â
Employee Stock Option (Right to Buy)	01/27/2004 ⁽⁵⁾	01/26/2013	Common Stock	71,971	\$ 29.239	D	Â
Employee Stock Option (Right to Buy)	07/28/2004 ⁽⁵⁾	07/27/2013	Common Stock	19,421	\$ 39.876	D	Â
Employee Stock Option (Right to Buy)	10/01/2004 ⁽⁵⁾	09/30/2013	Common Stock	51,408	\$ 39.907	D	Â
Employee Stock Option (Right to Buy)	01/26/2005 ⁽⁵⁾	01/25/2014	Common Stock	142,800	\$ 43.977	D	Â
Employee Stock Option (Right to Buy)	01/24/2006 ⁽⁵⁾	01/23/2015	Common Stock	13,709	\$ 45.768	D	Â
Employee Stock Option (Right to Buy)	01/24/2006 ⁽⁵⁾	01/23/2015	Common Stock	114,240	\$ 45.768	D	Â
Employee Stock Option (Right to Buy)	01/23/2007 ⁽⁵⁾	01/22/2016	Common Stock	110,000	\$ 51.865	D	Â
Employee Stock Option (Right to Buy)	01/25/2010 ⁽⁵⁾	01/24/2017	Common Stock	200,000	\$ 57.77	D	Â
Employee Stock Option (Right to Buy)	01/25/2008 ⁽⁵⁾	01/24/2017	Common Stock	100,000	\$ 57.77	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Gupta Ashwini 3 WORLD FINANCIAL CENTER 200 VESEY ST., AMERICAN EXPRESS TOWER NEW YORK, NY 10285	Â	Â	Â Pres-Risk/Info Mgmt/Banking Gp	Â

Signatures

/s/ Stephen P. Norman,
attorney-in-fact

07/12/2007

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Shares held in reporting person's account under the Company's Incentive Savings Plan. This plan uses unit accounting, and the number of shares that a participant is deemed to hold varies with the unit price of the Company pooled stock fund.
 - (2) The units are to be settled upon the reporting person's retirement or other termination of service.
 - (3) The phantom stock converts into common stock on a one-for-one basis.
 - (4) These shares become exercisable in three annual installments beginning on date shown as "Date Exercisable."
 - (5) These shares become exercisable in four annual installments beginning on date shown as "Date Exercisable."

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Remarks:

ExhibitÂ List

Â Â Â Â Â ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.